MELIOR RESOURCES

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED DECEMBER 31, 2017 AND 2016

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements of the Corporation have been prepared by and are the responsibility of management. The unaudited condensed interim financial statements have not been reviewed by the Corporation's auditors.

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

As at	December 31, 2017	June 30 2017
Assets		
Current Assets		
Cash and cash equivalents	**$ 132**	$ 138
Prepaid expenses and other receivables	**126**	82
Inventories (Note 6)	**57**	58
	315	278
Non-Current Assets		
Investment in Asian Mineral Resources Limited (Note 4)	**945**	945
Deposits (Note 5)	**1,359**	1,482
Property, plant and equipment (Note 3)	**4,180**	4,707
Mineral properties (Note 7)	**4,865**	4,948
	$ 11,664	$ 12,360
Liabilities		
Current Liabilities		
Accounts payable and accrued liabilities (Note 11 and 14)	$ **1,054**	$ 1,651
Current portion of obligation under finance leases (Note 8)	**5**	9
Loan Payable (Note 10)	**-**	4,549
	1,059	6,209
Non-Current Liabilities		
Long-term portion of finance leases (Note 8)	**-**	1
Convertible Loan (Note 10)	**4,559**	-
Decommissioning liability (Note 9)	**907**	908
	6,525	7,118
Shareholders' Equity		
Share capital (Note 12(a))	**382,773**	382,773
Contributed surplus	**161,254**	159,274
Accumulated other comprehensive gain	**52**	40
Deficit	**(538,940)**	(536,845)
	5,139	5,242
	$ 11,664	$ 12,360

Nature of Operations and Going Concern (Note 1)
Commitments and Contingencies (Note 11)

Approved on behalf of the Board:

"Martyn Buttenshaw"
Director

"Mark McCauley"
Director

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Melior Resources Inc.

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

		Three Months Ended Dec 31,				Six Months Ended Dec 31,		
		2017		2016		**2017**		2016
Administrative Expenses								
Office and administration (Note 13 and 14)	**$**	**744**	$	1,016	**$**	**1,404**	$	1,564
Depreciation (Note 3)		**146**		181		**305**		363
Accretion (Note 9)		**7**		6		**14**		11
Loss before other income, (expenses)		**(897)**		(1,203)		**(1,723)**		(1,938)
Other income (Expense)								
Interest income		**6**		2		**12**		14
Gain on sale of plant & equipment (Note 3)		**170**		9		**170**		9
Finance expense		**(2)**		(133)		**(18)**		(229)
Accretion Convertible Loan (Note 10)		**(246)**		-		**(463)**		-
Share Based Payments (Note 12 & 14)		**(49)**		-		**(140)**		-
Foreign exchange (loss)/gain		**54**		-		**67**		-
		(67)		(122)		**(372)**		(206)
Net Loss For The Period	**$**	**(964)**	$	(1,325)	**$**	**(2,095)**	$	(2,144)
Other Comprehensive Gain/(Loss)								
Items that will be reclassed subsequently into income:								
Foreign currency translation adjustment		**(95)**		(543)		**12**		(268)
Unrealized (loss)/gain on available-for-sale financial assets		**(473)**		(236)		**-**		-
		(568)		(779)		**12**		(268)
Total Comprehensive Gain/(Loss)	**$**	**(1,532)**	$	(2,104)	**$**	**(2,083)**	$	(2,412)
Loss per common share, basic and fully diluted	**$**	**(0.004)**	$	(0.006)	**$**	**(0.008)**	$	(0.010)
Weighted average number of shares outstanding		**271,468,945**		219,295,032		**271,468,945**		215,381,988

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

	Common Shares		Contributed	Accumulated Other Comprehensive		
	Number	Amount	Surplus	Gain (loss)	Deficit	Total
Balance, June 30, 2016	**211,468,945**	**$ 381,027**	**$ 159,058**	**$ (253)**	**$ (532,719)**	**$ 7,113**
Shares Issued	60,000,000	1,746	-	-	-	1,800
Foreign currency translation adjustment	-	-	-	(268)	-	(268)
Net Loss for the period	-	-	-	-	(2,144)	(2,144)
Balance, December 31, 2016	**271,468,945**	**$ 382,773**	**$ 159,058**	**$ (521)**	**$ (534,863)**	**$ 6,447**
Balance, June 30, 2017	**271,468,945**	**382,773**	**159,275**	**40**	**(536,845)**	**5,243**
Share Based Payments	-	-	140	-	-	140
Convertible Loan	-	-	1,839	-	-	1,839
Foreign currency translation adjustment	-	-	-	12	-	12
Net Loss for the period	-	-	-		(2,095)	(2,095)
Balance, December 31, 2017	**271,468,945**	**$ 382,773**	**$ 161,254**	**$ 50**	**$ (538,940)**	**$ 5,139**

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.

Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

For the Six Months Ended December 31,		2017		2016
Cash and cash equivalents (used in) provided by:				
Operating Activities				
Operating Activities				
Cash paid to suppliers, employees and others	**$**	**(1,896)**	$	(1,634)
Interest Received		**12**		14
Cash flows from operating activities		**(1,884)**		(1,610)
Investment Activities				
Payments for property, plant and equipment		**-**		-
Payments for mineral properties		**-**		-
Cash receipts from pre-production		**-**		-
Cash flows from investing activities		**-**		-
Financing Activities				
Proceeds from issue of share capital		**-**		1,746
Loan Proceeds		**1,563**		1,041
Proceeds from Disposal of Equipment		**320**		10
Finance Lease repayments		**(5)**		26
Cash Flows from financing activities		**1,878**		2,823
Change in cash and cash equivalents during the period		**(6)**		1,213
Cash and cash equivalents, beginning of period		**138**		466
Cash and cash equivalents, end of period	**$**	**132**	$	1,679

1. Nature of Operations and Going Concern

Melior Resources Inc., (the "Corporation"), is a Canadian company focused on making strategic investments in, and developing, resource based opportunities offering capital appreciation potential.

The Corporation is incorporated under the laws of the province of British Columbia, Canada. The Corporation's principal place of business is 120 Adelaide Street West, Suite 2500, Toronto, Ontario, Canada.

These consolidated interim financial statements have been prepared under the assumption that the Corporation will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Corporation has incurred ongoing losses and had a cumulative deficit of $538,940 as at December 31, 2017 (June 30, 2017 - $536,845). The continuing operations of the Corporation are dependent upon its ability to continue to raise adequate financing, to commence profitable operations in the future, and repay its liabilities arising from normal business operations as they become due. These material uncertainties cast significant doubt upon the Corporation's ability to continue as a going concern.

As at December 31, 2017, Pala Investments Limited ("Pala") owned directly or indirectly 48.3% of the Corporation's issued and outstanding common shares.

2. Accounting Policies

Statement of Compliance

The Corporation applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC"). These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC.

The policies applied in these condensed interim consolidated financial statements are based on IFRS issued and outstanding as of March 1, 2018, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these condensed interim financial statements as compared with the most recent annual financial statements as at and for the year ended June 30, 2017. Any subsequent changes to IFRS that are given effect in the Corporation's annual financial statements for the year ending June 30, 2018 could result in restatement of these condensed interim financial statements.

New Standards Not Yet Adopted and Interpretations Issued But Not Yet Effective

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for annual periods commencing after January 1, 2014 or later periods. Many are not applicable or do not have a significant impact to the Corporation and have been excluded from the table below. The following have not yet been adopted and are being evaluated to determine their impact on the Corporation and the expected adoption date.

(i) IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in October 2010 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 will be effective as at January 1, 2018 and will be adopted by the Corporation effective July 1, 2018. The Corporation is in the process of assessing the impact of this pronouncement.

(Expressed in Thousands of Canadian Dollars)

3. Property, Plant and Equipment

Cost		Vehicles		Plant and Equipment		Total
Balance, June 30, 2016	$	193	$	7,071	$	7,264
Foreign exchange		6		232		238
Balance, June 30, 2017	$	199	$	7,303	$	7,502
Disposals		-		(421)		(421)
Foreign exchange		(3)		(122)		(125)
Balance, December 31, 2017	$	196	$	6,760	$	6,956
Accumulated Depreciation						
Balance, June 30, 2016	$	42	$	2,022	$	2,064
Depreciation		55		598		653
Foreign exchange		3		75		78
Balance, June 30, 2017	$	100	$	2,695	$	2,795
Depreciation		18		288		306
Disposals		-		(278)		(278)
Foreign exchange		(2)		(45)		(47)
Balance, December 31, 2017	$	116	$	2,660	$	2,776
Carrying Value						
At June 30, 2017	**$**	**99**	**$**	**4,608**	**$**	**4,707**
At December 31, 2017	**$**	**80**	**$**	**4,100**	**$**	**4,180**

4. Investment in Asian Mineral Resources Limited

On June 29, 2012, the Corporation completed a strategic investment in Asian Mineral Resources Limited ("AMR") by means of a private placement whereby it purchased 47,272,727 common shares of AMR (the “AMR Shares”) at $0.11 per AMR Share for total consideration of $5,200 (the “Strategic Investment”). The common shares are recorded at fair value. The Corporation owns and controls, directly and indirectly, a total of 47,272,727 AMR Shares representing approximately 6% of the issued and outstanding AMR Shares on an undiluted basis.

5. Deposits

As at		December 31, 2017		June 30 2017
Term Deposits - Ergon utility deposit	**$**	**50**	$	151
Term Deposits - State of Queensland (Note 9)		**1,269**		1,290
Office lease deposit		**40**		41
	$	**1,359**	$	1,482

(Expressed in Thousands of Canadian Dollars)

6. Inventories

As at	December 31, 2017	June 30 2017
Supplies	**$ 57**	$ 58

7. Mineral Properties

	December 31, 2017	June 30, 2017
Opening balance	**$ 4,948**	$ 4,800
Foreign exchange	**(83)**	148
Closing balance	**$ 4,865**	$ 4,948

The Goondicum ilmenite Project comprises two mining leases located in Central Queensland, Australia and is wholly-owned by Goondicum Resources. Goondicum Resources mined the deposit for a period of nine months between fiscal 2012 and 2013 before placing the mine on care and maintenance in June of 2013. Goondicum Resources commenced the upgrade and the necessary work to restart the Goondicum mine, in August 2014. Goondicum Resources commenced mineral commissioning of the upgraded Goondicum mine processing facility in April 2015.

In August of 2015 the Corporation suspended operations at its Goondicum operations due to unfavourable movements in the ilmenite market. Consequently, the Corporation undertook an impairment test on the cash generating unit being the plant, property and equipment and mineral properties. For the impairment test, a value in use model (“VIU”) was used to determine the recoverable amount as this was expected to be higher than sale value less costs of disposal.

The key assumptions and estimates used in determining the VIU were calculated using discounted after-tax cash flows based on cash flow projections in the Corporation’s current life of mine plans. These projected cash flows were based on the latest expectation of future ilmenite prices, future capital expenditures, production costs estimates, discount rates and exchange rates. VIU was determined by calculating the net present value (“NPV”) of the future cash flows expected to be generated by the mine. The key assumptions used by the Corporation for impairment testing are: ilmenite price per tonne US$192-US$216 (2016 - US$102-US$160); discount rate of 20% (2016 – 20%); life of mine years of 9 (2016 - 9). For the year ended June 30, 2017, impairment charges totalled $nil (2016 - $10,615). A 10% decrease in the price of forecasted ilmenite holding all other assumptions constant would result in a decrease in fair value of plant and equipment and mineral properties of $10,300 (2016 - $7,500).

(Expressed in Thousands of Canadian Dollars)

8. Obligation Under Finance Leases

As at	December 31, 2017	June 30 2017
Obligation under finance leases	**$ 5**	$ 10
Less: Current portion	**(5)**	(9)
Long-term portion	**$ -**	$ 1

9. Decommissioning Liability

For the Corporation, asset retirement obligations primarily relate to the dismantling of the Goondicum Ilmenite Project. The estimate of future site removal and restoration costs depends on the development of environmentally acceptable mine closure plans. A summary of the changes in the provision for reclamation liabilities is set out below.

	December 31, 2017	June 30, 2017
Opening balance	$ 908	$ 853
Accretion	14	29
Foreign exchange	(15)	26
Closing balance	$ 907	$ 908

The mine closure provision liability is based upon numerous estimates and assumptions, as follows:

(a) Total undiscounted amount of future retirement costs was determined to be $1,269;
(b) Weighted average risk-free interest rate at 3.25%; and
(c) The $1,269 undiscounted provision is expected to be fully disbursed in fiscal 2029.

The Corporation has posted rehabilitation deposits totalling $1,269 with the State of Queensland as security for the Corporation's obligation under the mine closure plan.

10. Convertible Loan

On August 17, 2015, the Corporation entered into a US$5,000 loan facility agreement with Pala Investments Limited, bearing interest at 10% per annum, a term of 365 days from the first draw down, and subject to a commitment fee equal to 2% of the unused portion of the loan facility, calculated daily. The Corporation paid Pala an arrangement fee of US$100, upon the initial draw down against the loan facility. The Loan facility is secured by the assets of the Corporation.

On July 18, 2016, the Corporation announced that it had reached an agreement with Pala to extend the expiry and repayment date of the Pala Facility from August 28, 2016 to October 31, 2017. Based on the terms of the extension, as at 28th July 2016 an additional US$475 remained available to be drawn down by Melior prior to the expiry of the loan on October 31, 2017.

(Expressed in Thousands of Canadian Dollars)

10. Convertible Loan (Continued)

On November 16, 2016, the Corporation entered into an amending agreement with Pala to extend the expiry and repayment date of the Pala Facility from October 31, 2017 to October 31, 2022. As at November 16, 2016, a total of US$3,000 had been drawn down under the Pala Facility, including an additional US$300 received on November 10, 2016. Based on the terms of the amendment, as at November 16 2016 no further advances are available, and any interest payable is now payable on the settlement of the facility. The maturity date of the facility was amended to October 31, 2022; however, Pala may demand settlement within five business days at any time on or after October 24, 2017.

On July 7, 2017, the Corporation reached an agreement with Pala Investments Limited to amend the terms of the secured loan. Under the terms of the extension, an additional US$1,240 was available for immediate draw down by Melior and the date on which Pala may demand settlement within five business days was changed to any time on or after June 23, 2019.

Balance, June 30, 2017	$	4,549
Net Draw downs on facility		1,513
Interest		7
Accretion		463
Equity Component		(1,839)
Foreign exchange		(134)
Balance, December 31, 2017	$	4,559

The loan is convertible, in whole or part, at the option of Pala any time after July 6, 2017 and prior to the fifth Business Day after the earlier of (i) 5 years from July 7, 2017 and (ii) the repayment in full of the principle balance of the loan and any accrued and unpaid interest. The Loan is convertible to equity at a conversion price of $0.052 per share from July 6, 2017 to July 6, 2018 and following July 6, 2018, the greater of $0.10 and the conversion price as adjusted for any share consolidation.

The Corporation used the residual value method to allocate the principal amount of the convertible loan between the liability and equity components. The Corporation valued the debt component of the loan by calculating the present value of the principal and interest payment, discounted at a rate of 15%, being management's best estimate of the rate that a non-convertible loan with similar terms would bear. The equity conversion feature of the loan comprises the value of the conversion option, being the difference between the principal value of the loan and the liability element calculated above. Based on this calculation, the liability component is $4,090,119 ($4,055,609 net of transaction costs) and the residual equity component is $1,839,041. Accretion charges attributable to the convertible loan for the Six Months Ended December 31, 2017, were $458,285 (Six Months Ended December 31, 2016 – nil). These amounts area added to the liability component on the statements of financial position and is included in convertible loan accretion expense on the statements of operations and comprehensive loss.

(Expressed in Thousands of Canadian Dollars)

11. Commitments and Contingencies

There are currently two separate entities that have contractual entitlements to receive royalties based on the gross income of Goondicum Resources derived from all mineral sales from tenements. The total of these royalties is 1.2375% of gross income. A third entity holds the right to receive a gross income royalty of 1.0125% of gross income derived from tenements on all minerals except ilmenite and apatite.

Goondicum Resources pays the state government a royalty of 5% of the revenue for all ilmenite sales and approximately $A0.80/tonne for all phosphate rock sales. Included in accounts payable and accrued liabilities is A$457 ($448) (June 30, 2017 - A$457 ($456)) pertaining to production royalties.

A separate entity is also entitled to a success fee of A$419 ($410) if gross revenues of Goondicum Resources exceed A$23,000 ($22,542) in any rolling 12 month period.

Make Whole Amount

On November 16, 2016, the Corporation entered into a secured loan agreement with Pala, which included an obligation to pay Pala a Make Whole Amount of US$2,000 in the event of the occurrence of certain liquidity events. The liquidity events include:

i. a direct or indirect sale of 25% or more of the shares of Goondicum or Melior Australia or interests in or assets comprising 25% or more of the fair market value of the Goondicum Property and Assets, including in each case through transactions involving one or more holding companies
ii. the acquisition of 50% or more of the voting shares of the Borrower by a person other than the Lender or its Affiliates

12. Share Capital

(a) Authorized

Unlimited preferred shares without par value
Unlimited common shares without par value

Issued

	Number of Common Shares		Stated Value
Balance, June 30,2016	211,468,945	$	381,027
Issued during the period	60,000,000		1,746
Balance, December 31, 2016	**271,468,945**	**$**	**382,773**
Balance, June 30, 2017 and December 31, 2017	**271,468,945**	**$**	**382,773**

(Expressed in Thousands of Canadian Dollars)

12. Share Capital (continued)

(b) Stock Options

As at December 31, 2017, 19,436,895 common shares remain available for grant under the plan. Under the plan, the exercise price of each option equals the market price of the Corporation's common shares on the date of grant or the price determined by the Board of Directors, not being less than the market price, and an option's maximum term is ten years. Options are granted upon approval by the Board of Directors.

	Number of Stock Options	Weighted Average Exercise Price
Balance, June 30, 2016 and December 31, 2016	**1,710,000**	**$ 0.17**
Balance, June 30, 2017	13,210,000	$ 0.07
Stock options expired during the period	(1,333,333)	$ 0.06
Balance, December 31, 2017	**11,876,667**	**$ 0.08**

As at December 31, 2017 the Corporation had the following stock options outstanding and exercisable:

Expiry Date	Number of Options Exercisable	Weighted Average Number of Options Outstanding	Remaining Contractual Life (years)	Exercise Price
Sept. 21, 2018	1,710,000	1,710,000	0.72	$ 0.17
Feb. 10, 2020	3,833,333	10,166,667	2.11	$ 0.06

In February 2017, the Company granted 11,500,000 stock options to directors and senior executives of the Company at an exercise price of $0.06. The options expire in 3 years from grant, with one third vesting in 6 months, one third in 18 months and one third in 30 months. A fair value of $549,660 was determined using the Black-Scholes option pricing model . The following assumptions were used: risk-free interest rate – 0.92%; expected volatility 176% (which is based on historical volatility of the Company’s share price; dividend yield – nil; expected life – 3 years; and share price - $0.055.

Subsequent to December 31, 2017, on January 10, 2018, the Company announced that Mr. Martyn Buttenshaw, Chairman, and Mr. Mark McCauley, Chief Executive, had exercised options to purchase in total 2,083,334 common shares in the capital of the Company at an exercise price of $0.06 per common share at a total cost of $125,000.

(Expressed in Thousands of Canadian Dollars)

13. General and Administrative

	Three Months Ended December 31,		Six Months Ended December 31,	
	2017	2016	**2017**	2016
Salaries and benefits	$ **259**	256	$ **524**	457
Professional fees	**157**	446	**205**	476
Directors fees	**19**	-	**38**	-
General and office	**62**	69	**155**	153
Process Technology	**7**	94	**49**	194
Travel	**35**	20	**77**	26
Filing and regulatory fees	**12**	2	**48**	6
Environmental compliance	**43**	25	**88**	29
Insurance	**28**	15	**57**	46
Utilities and fuel	**77**	87	**110**	150
Repairs and maintenance	**45**	2	**53**	27
	$ **744**	1,016	**1,404**	1,564

14. Related Party Transactions and Balances

Remuneration of key management personnel of the Corporation was as follows:

	Three Months Ended December 31,		Six Months Ended December 31,	
	2017	2016	**2017**	2016
Salaries and benefits	$ **169**	105	$ **353**	230
Director Fees	**19**	-	**38**	-

The Corporation and Goondicum Resources have entered into an Advisory Services Agreement (ASA) with Pala Investments Limited (a significant shareholder) (Pala) to provide the Corporation with consultancy support in evaluating potential capital investments and Goondicum Resources with support advisory services. The ASA was suspended indefinitely on January 1, 2017 and during the Six Months Ended December 31, 2017 the Corporation incurred no consultancy fees (Six Months Ended December 31, 2016 - US$50), under the terms of the Advisory Services Agreement, included in office and administration expenses.

The Corporation entered into a secured loan agreement with Pala and the details of this loan are set out in note 10.

(Expressed in Thousands of Canadian Dollars)

15. Segmented Information

The Corporation operates in one segment and has one head office segment - the exploration and development of mineral properties, which are located in Australia. Identifiable assets are:

December 31, 2017	Canada	Australia	Total
Property, plant and equipment	$ -	$ 4,180	$ 4,180
Mineral properties	-	4,865	4,865
Corporate and other assets	1,025	1,594	2,619
Total assets	$ 1,025	$ 10,639	$ 11,664
Net loss for the Six Months Ended December 31, 2017	$ (21)	$ (2,074)	$ (2,095)

December 31, 2016	Canada	Australia	Total
Property, plant and equipment	$ -	$ 4,684	$ 4,684
Mineral properties	-	4,713	4,713
Corporate and other assets	2,316	2,014	4,330
Total assets	$ 2,316	$ 11,411	$ 13,727
Net loss for the Six Months Ended December 31, 2016	$ (651)	$ (1,493)	$ (2,144)

16. Subsequent Events

On January 10, 2018, the Company announced that Mr. Martyn Buttenshaw, Chairman, and Mr. Mark McCauley, Chief Executive, had exercised options to purchase in total 2,083,334 common shares in the capital of the Company at an exercise price of $0.06 per common share at a total cost of $125,000.

On February 1, 2018, the Company announced that completed a private placement with a total of 16,275,500 units ("Units") issued, raising gross proceeds of $1,301,800. Each Unit is comprised of one common share of the Company (each, a "Share") and one common share purchase warrant (each, a "Warrant"). Each Warrant entitles its holder to purchase one additional Share of the Company at a price of $0.105 per Share within the 24-month period following the final closing date of the Private Placement; provided that, in the event the Shares trade at a closing price on The TSX Venture Exchange of greater than $0.15 per Share for a period of 10 consecutive trading days at any time after the six month anniversary of the closing of the Private Placement, the Company may accelerate the expiry date of the Warrants by giving notice to the holders thereof and in such case the Warrants will expire on the 30th day after the date on which such notice is given by the Company.